

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MASSACHUSETTS
(EASTERN DIVISION)**

	X	
	:	Chapter 11
In re:	:	
	:	Case No. 18-11053 (FJB)
WACHUSETT VENTURES, LLC et al.,	:	
	:	Jointly Administered
Debtors.¹	:	

**GLOBAL NOTES, METHODOLOGY AND SPECIFIC
DISCLOSURES REGARDING THE DEBTORS' SCHEDULES OF
ASSETS AND LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS**

Introduction

Wachusett Ventures, LLC, WV – Crossings East, LLC, WV – Crossings West, LLC, WV – Parkway Pavilion, LLC, WV – Brockton SNF, LLC, WV – Concord SNF OPCO, LLC, WV – Rockport SNF OPCO, LLC, and WV – Quincy SNF OPCO, LLC (collectively, the “**Debtors**”) with the assistance of their advisors, have filed their respective Schedules of Assets and Liabilities (the “**Schedules**”) and Statements of Financial Affairs (the “**Statements**,” and together with the Schedules, the “**Schedules and Statements**”) with the United States Bankruptcy Court for the District of Massachusetts (the “**Bankruptcy Court**”), pursuant to section 521 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

These Global Notes, Methodology, and Specific Disclosures Regarding the Debtors’ Schedules of Assets and Liabilities and Statement of Financial Affairs (the “**Global Notes**”) pertain to, are incorporated by reference in, and comprise an integral part of each Debtor’s Schedules and Statements. The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements.

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“**GAAP**”), nor are they intended to be fully reconciled with the financial statements of each Debtor (whether publically filed or otherwise). Additionally, the Schedules and Statements contain unaudited information that is subject to further review and potential adjustment, and reflect the Debtors’ reasonable efforts to report the assets and liabilities of each Debtor on an unconsolidated basis.

¹ The Debtors, along with the last four digits of each debtor’s tax identification number, as applicable, are: Wachusett Ventures, LLC (8587), WV – Crossings East, LLC (0809), WV – Crossings West, LLC (1860), WV – Parkway Pavilion, LLC (5082), WV – Brockton SNF, LLC (3855), WV – Concord SNF OPCO, LLC (0813), WV – Rockport SNF OPCO, LLC (3681) and WV – Quincy SNF OPCO, LLC (9951). The Debtors’ corporate headquarters is located at 36 Washington Street, Suite 395, Wellesley Hills, MA 02481.

In preparing the Schedules and Statements, the Debtors relied upon information derived from their books and records that was available at the time of such preparation. Although the Debtors have made reasonable efforts to ensure the accuracy and completeness of such financial information, inadvertent errors or omissions, as well as the discovery of conflicting, revised, or subsequent information, may cause a material change to the Schedules and Statements.

The Debtors and their officers, employees, agents, attorneys, and financial advisors do not guarantee or warrant the accuracy or completeness of the data that is provided in the Schedules and Statements and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating or delivering the information contained in the Schedules and Statements. Except as expressly required by the Bankruptcy Code, the Debtors and their officers, employees, agents, attorneys and financial advisors expressly do not undertake any obligation to update, modify, revise, or re-categorize the information provided in the Schedules and Statements or to notify any third party should the information be updated, modified, revised, or re-categorized. The Debtors, on behalf of themselves, their officers, employees, agents and advisors disclaim any liability to any third party arising out of or related to the information contained in the Schedules and Statements and reserve all rights with respect thereto.

The Schedules and Statements have been signed by an authorized representative of each of the Debtors. In reviewing and signing the Schedules and Statements, this representative relied upon the efforts, statements and representations of the Debtors' other personnel and professionals. The representative has not (and could not have) personally verified the accuracy of each such statement and representation, including, for example, statements and representations concerning amounts owed to creditors and their addresses.

Global Notes and Overview of Methodology

- 1. Reservation of Rights.** Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, inadvertent errors or omissions may exist. The Debtors reserve all rights to amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the right to amend the Schedules and Statements with respect to any claim ("**Claim**") description, designation, or Debtor against which the Claim is asserted; dispute or otherwise assert offsets or defenses to any Claim reflected in the Schedules and Statements as to amount, liability, priority, status, or classification; subsequently designate any Claim as "disputed," "contingent," or "unliquidated;" or object to the extent, validity, enforceability, priority, or avoidability of any Claim. Any failure to designate a Claim in the Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtors that such Claim or amount is not "disputed," "contingent," or "unliquidated." Listing a Claim does not constitute an admission of liability by the Debtor against which the Claim is listed or against any of the Debtors. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to the Debtors' chapter 11 cases, including, without limitation, issues involving Claims, substantive consolidation, defenses, equitable subordination, recharacterization, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code, and any other relevant non-

bankruptcy laws to recover assets or avoid transfers. Any specific reservation of rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph. Notwithstanding the foregoing, the Debtors shall not be required to update the Schedules and Statements.

The listing in the Schedules or Statements (including, without limitation, Schedule A/B, Schedule E/F or Statement 4) by the Debtors of any obligation between a Debtor and another Debtor is a statement of what appears in the Debtors' books and records and does not reflect any admission or conclusion of the Debtors regarding whether such amount would be allowed as a Claim or how such obligations may be classified and/or characterized in a plan of reorganization or by the Bankruptcy Court.

2. **Description of Cases and "as of" Information Date.** On March 26, 2018 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

Other than intercompany balances which are reported as of December 31, 2017, the asset information provided in the Schedules and Statements, except as otherwise noted, represents the asset data of the Debtors as of the close of business on February 28, 2018, and the liability information provided herein, except as otherwise noted, represents the liability data of the Debtors as of the close of business on March 23, 2018.

3. **Net Book Value of Assets.** It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate assets for the Debtors to obtain current market valuations for all of their assets. Accordingly, unless otherwise indicated, the Debtors' Schedules and Statements reflect net book values as of the close of business on February 28, 2018, in the Debtors' books and records. Additionally, because the book values of certain assets, may materially differ from their fair market values, they may be listed as undetermined amounts as of the Petition Date. Furthermore, as applicable, assets that have fully depreciated or were expensed for accounting purposes may not appear in the Schedules and Statements if they have no net book value.
4. **Recharacterization.** Notwithstanding the Debtors' reasonable efforts to properly characterize, classify, categorize, or designate certain Claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors may, nevertheless, have improperly characterized, classified, categorized, designated, or omitted certain items due to the complexity and size of the Debtors' businesses. Accordingly, the Debtors reserve all of their rights to recharacterize, reclassify, recategorize, redesignate, add, or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available, including, without limitation, whether contracts or leases listed herein were deemed executory or unexpired as of the Petition Date and remain executory and unexpired postpetition.
5. **Real Property and Personal Property-Leased.** In the ordinary course of their businesses, the Debtors leased real property and various articles of personal property, including, fixtures, and equipment, from certain third-party lessors. The Debtors have

made reasonable efforts to list all such leases in the Schedules and Statements. The Debtors have made reasonable efforts to include lease obligations on Schedule D (secured debt) to the extent applicable and to the extent the lessor filed a UCC-1. However, nothing in the Schedules or Statements is or shall be construed as an admission or determination as to the legal status of any lease (including whether to assume and assign or reject such lease or whether it is a true lease or a financing arrangement).

6. **Excluded Assets and Liabilities.** The Debtors have sought to allocate liabilities between the prepetition and post-petition periods based on the information and research conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and post-petition periods may change.

The liabilities listed on the Schedules do not reflect any analysis of Claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtors reserve all of their rights to dispute or challenge the validity of any asserted Claims under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any such transaction or any document or instrument related to any creditor's Claim.

The Debtors have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including, without limitation, goodwill, accrued salaries, employee benefit accruals, and deferred gains. In addition, certain immaterial assets and liabilities may have been excluded.

The Debtors have filed various "first day" motions seeking relief to pay certain outstanding pre-petition claims on a post-petition basis. It is anticipated that the Bankruptcy Court will grant said motions and to the extent that the Debtor anticipates that prepetition liabilities will be paid on a post-petition basis, those liabilities have been excluded from the Schedules and Statements. To the extent the Bankruptcy Court denies the payment of any or all of these prepetition liabilities, the Debtors will amend the Schedules and Statements accordingly. To the extent the Debtors pay any of the claims listed in the Schedules and Statements pursuant to any orders entered by the Bankruptcy Court, the Debtors reserve all rights to amend and supplement the Schedules and Statements and take other action, such as filing claims objections, as is necessary and appropriate to avoid overpayment or duplicate payment for such liabilities.

7. **Insiders.** Solely, for purposes of the Schedules and Statements, the Debtors define "insiders" to include the following: (a) directors; (b) senior level officers; (c) equity holders holding in excess of 5% of the voting securities of the Debtor entities; (d) Debtor affiliates; and (e) relatives of any of the foregoing (to the extent known by the Debtors). Entities listed as "insiders" have been included for informational purposes and their inclusion shall not constitute an admission that those entities are insiders for purposes of section 101(31) of the Bankruptcy Code nor shall the omission of any person or entity constitute an admission that such person or entity is not an "insider".
8. **Intellectual Property Rights.** The exclusion of any intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual

property shall not be construed to be an admission that such intellectual property rights have not been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.

9. **Intercompany and Other Transactions.** For certain reporting and internal accounting purposes, the Debtors record certain intercompany receivables and payables. Receivables and payables among the Debtors are reported as assets on Schedule A/B or liabilities on Schedule F as appropriate (collectively, the “*Intercompany Claims*”). Intercompany balances are reported on a gross basis as of December 31, 2017. While the Debtors have used commercially reasonable efforts to ensure that the proper intercompany balance is attributed to each legal entity, the Debtors and their estates reserve all rights to amend the Intercompany Claims in the Schedules and Statements, including, without limitation, to change the characterization, classification, categorization or designation of such claims, including, but not limited to, the right to assert that any or all Intercompany Claims are, in fact, consolidated or otherwise properly assets or liabilities of a different Debtor entity.
10. **Executory Contracts and Unexpired Leases.** Although the Debtors made diligent attempts to attribute executory contracts and unexpired leases to their rightful Debtors, in certain instances, the Debtors may have inadvertently failed to do so due to the complexity and size of the Debtors’ businesses.

Moreover, other than real property leases reported in Schedule A/B 55, the Debtors have not necessarily set forth executory contracts and unexpired leases as assets in the Schedules and Statements, even though these contracts and leases may have some value to the Debtors’ estates. The Debtors’ executory contracts and unexpired leases have been set forth in Schedule G.
11. **Materialman’s/Mechanic’s Liens.** The assets listed in the Schedules and Statements are presented without consideration of any materialman’s or mechanic’s liens.
12. **Classifications.** Listing a Claim or contract on (a) Schedule D as “secured,” (b) Schedule E/F part 1 as “priority,” (c) Schedule E/F part 2 as “unsecured,” or (d) Schedule G as “executory” or “unexpired,” does not constitute an admission by the Debtors of the legal rights of the Claimant, or a waiver of the Debtors’ rights to recharacterize or reclassify such Claims or contracts or leases or to exercise their rights to setoff against such Claims.
13. **Claims Description.** Schedules D and E/F permit each Debtor to designate a Claim as “disputed,” “contingent,” and/or “unliquidated.” Any failure to designate a Claim on a given Debtor’s Schedules and Statements as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by that Debtor that such amount is not “disputed,” “contingent,” or “unliquidated,” or that such Claim is not subject to objection. Moreover, listing a Claim does not constitute an admission of liability by the Debtors.
14. **Causes of Action.** Despite their reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of action against third-parties as assets in the Schedules and Statements, including, without limitation, causes of actions arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. The Debtors reserve all of their rights with respect to any cause of action (including

avoidance actions), controversy, right of setoff, cross-Claim, counter-Claim, or recoupment and any Claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law, or in equity, or pursuant to any other theory of law (collectively, “**Causes of Action**”) they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any Claims or Causes of Action or in any way prejudice or impair the assertion of such Claims or Causes of Action.

15. Summary of Significant Reporting Policies. The following is a summary of significant reporting policies:

- a. Undetermined Amounts. The description of an amount as “unknown,” “TBD” or “undetermined” is not intended to reflect upon the materiality of such amount.
- b. Totals. All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total.
- c. Liens. Property and equipment listed in the Schedules and Statements are presented without consideration of any liens that may attach (or have attached) to such property and equipment.

16. Estimates and Assumptions. Because of the timing of the filings, management was required to make certain estimates and assumptions that affected the reported amounts of these assets and liabilities. Actual amounts could differ from those estimates, perhaps materially.

17. Currency. Unless otherwise indicated, all amounts are reflected in U.S. dollars.

18. Intercompany. The listing in the Schedules or Statements (including, without limitation, Schedule A/B or Schedule E/F) by the Debtors of any obligation between a Debtor and another Debtor is a statement of what appears in the Debtors’ books and records and does not reflect any admission or conclusion of the Debtors regarding whether such amount would be allowed as a Claim or how such obligations may be classified and/or characterized in a plan of reorganization or by the Bankruptcy Court. Intercompany balances are reported on a gross basis as of December 31, 2017.

19. Setoffs. The Debtors incur certain offsets and other similar rights during the ordinary course of business. Offsets in the ordinary course can result from various items, including, without limitation, intercompany transactions, pricing discrepancies, returns, refunds, warranties, debit memos, credits, and other disputes between the Debtors and

their suppliers and/or customers. These offsets and other similar rights are consistent with the ordinary course of business in the Debtors' industry and are not tracked separately. Therefore, although such offsets and other similar rights may have been accounted for when certain amounts were included in the Schedules, offsets are not independently accounted for, and as such, are or may be excluded from the Debtors' Schedules and Statements.

- 20. Resident Names & Addresses.** Resident names and addresses have been removed from entries listed on Schedules E/F and G and the Statements, as applicable, in order to comply with the obligations placed on the Debtors consistent with applicable privacy laws and the Health Insurance Portability and Accountability Act of 1996. These addresses and names are available upon request by the Office of the United States Trustee and the Bankruptcy Court subject to the entry of the appropriate confidentiality order.
- 21. Global Notes Control.** If the Schedules and Statements differ from these Global Notes, the Global Notes shall control.

Specific Disclosures with Respect to the Debtors' Schedules

Schedule A/B. All values set forth in Schedule A/B reflect the book value of the Debtors' assets as of the close of business on February 28, 2018, unless otherwise noted below. Other than real property leases reported on Schedule A/B 55, the Debtors have not included leases and contracts on Schedule A/B. Leases and contracts are listed on Schedule G.

Schedule A/B 3. Cash values held in financial accounts are listed on Schedule A/B 3 as of the close of business on March 23, 2018. Details with respect to the Debtors' cash management system and bank accounts are provided in the *Motion Of Debtors For Entry Of Interim And Final Orders, Pursuant To Bankruptcy Code Sections 105(a), 345(b), 363(c)(1), 364(a), 364(b), And 503(b)(1), Bankruptcy Rules 6003 And 6004, Authorizing Debtors To Use Existing Cash Management System, (B) Authorizing And Directing Banks And Financial Institutions To Honor And Process Checks And Transfers, (C) Waiving Requirements Of Section 345(b) Of Bankruptcy Code And (D) Authorizing Debtors To Use Existing Bank Accounts And Existing Business Forms* [Docket No. 27] (the "**Cash Management Motion**").

Schedule A/B 11. Accounts receivable do not include intercompany receivables. Intercompany receivables are reported at Schedule A/B 77.

Schedule A/B 15. Ownership interests in subsidiaries have been listed in Schedules A/B 15 as an undetermined amount because the fair market value of such ownership is dependent on numerous variables and factors and likely differs significantly from their net book value.

Schedule A/B 39 & 41. Equipment purchased for less than \$1,000.00 is not carried on the Debtors balance sheet as a fixed asset and accordingly are reported as "undetermined" on Schedules AB 39 & 41.

Schedule A/B 55. The Debtors do not own any real property. The Debtors have listed their real property leases in Schedule A/B 55. The Debtors' leasehold interests/improvements appear in Schedule A/B 40 as opposed to Schedule A/B 55.

Schedule A/B 63. The Debtors maintain a resident database.

Schedule A/B 74 & 75. In the ordinary course of their businesses, the Debtors may have accrued, or may subsequently accrue, certain rights to counter-Claims, setoffs, refunds, or warranty Claims. Additionally, certain of the Debtors may be a party to pending litigation in which the Debtors have asserted, or may assert, Claims as a plaintiff or counter-Claims as a defendant. Because such Claims are unknown to the Debtors and not quantifiable as of the Petition Date, they are not listed on Schedule A/B 74 or 75. The Debtors' failure to list any contingent and/or unliquidated claim held by the Debtors in response to these questions shall not constitute a waiver, release, relinquishment, or forfeiture of such claim.

Schedule D. The Claims listed in Schedule D arose or were incurred on various dates; a determination of the date upon which each Claim arose or was incurred would be unduly burdensome and cost prohibitive. Accordingly, not all such dates are included. All Claims listed on Schedule D, however, appear to have been incurred before the Petition Date.

Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent, and priority of liens. Nothing in the Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements. Except as specifically stated on Schedule D, real property lessors, utility companies, and other parties that may hold security deposits have not been listed on Schedule D. Nothing herein shall be construed as an admission by the Debtors of the legal rights of the Claimant or a waiver of the Debtors' rights to recharacterize or reclassify such Claim or contract.

Moreover, the Debtors have not included on Schedule D parties that may believe their Claims are secured through setoff rights, letters of credit, surety bonds, or inchoate statutory lien rights.

Schedule E/F part 1. The Debtors have filed the (i) *Motion Of Debtors For Entry Of Interim And Final Orders Authorizing The Debtors To Pay Taxes And Fees* [Docket No. 16] (the "**Tax Motion**"); and (ii) *Motion Of Debtors Pursuant To Bankruptcy Code Sections 105(a), 363(b), 503(b), 507(a)(4), And 507(a)(8) And Bankruptcy Rules 6003 And 6004, For Entry Of Interim And Final Orders (I) Authorizing Debtors To (A) Pay Certain Employee Compensation And Benefits, And (B) Maintain Such Employee Benefits Programs; And (Ii) Authorizing And Directing Banks And Financial Institutions To Honor And Process Checks And Transfers Related To Such Obligations* [Docket No. 12] (the "**Employee Motion**"), seeking relief to pay pre-petition taxes and fees and certain employee compensation and benefits. In anticipation of the Bankruptcy Court allowing payment of certain pre-petition claims on a post-petition basis, the Debtors have excluded pre-petition taxes and wage and benefit claims from Schedule E/F part 1. The Bankruptcy Court has granted the Tax Motion and the Employee Motion on an interim basis. To the extent the Tax Motion and the Employee Motion are not granted on a final basis, the Debtors will amend their Schedules as applicable.

Schedule E/F part 2. The Debtors have used reasonable efforts to report all general unsecured Claims against the Debtors on Schedule E/F part 2, based upon the Debtors' books and records as of the Petition Date.

Determining the date upon which each Claim on Schedule E/F part 2 was incurred or arose would be unduly burdensome and cost prohibitive and, therefore, the Debtors do not list a date for each Claim listed on Schedule E/F part 2. Furthermore, claims listed on Schedule E/F part 2 may have been aggregated by unique creditor name and remit to address and may include several dates of incurrence for the aggregate balance listed.

Schedule E/F part 2 contains information regarding pending litigation involving the Debtors. The dollar amount of potential Claims associated with any such pending litigation is listed as “undetermined” and marked as contingent, unliquidated, and disputed in the Schedules and Statements. Some of the litigation Claims listed on Schedule E/F may be subject to subordination pursuant to section 510 of the Bankruptcy Code. Schedule E/F part 2 also includes potential or threatened litigation claims. Any information contained in Schedule E/F part 2 with respect to such potential litigation shall not be a binding representation of the Debtors’ liabilities with respect to any of the potential suits and proceedings included therein. The Debtors expressly incorporate by reference into Schedule E/F part 2 all parties to pending litigation listed in the Debtors’ Statements 7, as contingent, unliquidated, and disputed claims, to the extent not already listed on Schedule E/F part 2.

Schedule E/F part 2 reflects the prepetition amounts owing to counterparties to executory contracts and unexpired leases. Such prepetition amounts, however, may be paid in connection with the assumption, or assumption and assignment, of executory contracts or unexpired leases. Additionally, Schedule E/F part 2 does not include potential rejection damage Claims, if any, of the counterparties to executory contracts and unexpired leases that may be rejected.

Schedule G. Certain information, such as the contact information of the counter-party, may not be included where such information could not be obtained using the Debtors’ reasonable efforts. Listing or omitting a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is or is not an executory contract or unexpired lease, was in effect on the Petition Date, or is valid or enforceable. Certain of the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, indemnifications, options to purchase, rights of first refusal, and other miscellaneous rights. Such rights, powers, duties, and obligations are not set forth separately on Schedule G.

Certain confidentiality and non-disclosure agreements may not be listed on Schedule G.

Certain of the contracts and agreements listed on Schedule G may consist of several parts, including, purchase orders, amendments, restatements, waivers, letters, and other documents that may not be listed on Schedule G or that may be listed as a single entry. In some cases, the same supplier or provider appears multiple times on Schedule G. This multiple listing is intended to reflect distinct agreements between the applicable Debtor and such supplier or provider. The Debtors expressly reserve their rights to challenge whether such related materials constitute an executory contract, a single contract or agreement, or multiple, severable or separate contracts.

The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, memoranda and other documents, instruments, and agreements that may not be listed therein despite the Debtors’ use of

reasonable efforts to identify such documents. Further, unless otherwise specified on Schedule G, each executory contract or unexpired lease listed thereon shall include all exhibits, schedules, riders, modifications, declarations, amendments, supplements, attachments, restatements, or other agreements made directly or indirectly by any agreement, instrument, or other document that in any manner affects such executory contract or unexpired lease, without respect to whether such agreement, instrument, or other document is listed thereon.

In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their businesses, such as subordination, nondisturbance, and attornment agreements, supplemental agreements, settlement agreements, amendments/letter agreements, title agreements and confidentiality agreements. Such documents may not be set forth on Schedule G. Certain of the executory agreements may not have been memorialized and could be subject to dispute. Executory agreements that are oral in nature have not been included on the Schedule G.

Schedule H. For purposes of Schedule H, the Debtors that are either the principal obligors or guarantors under the prepetition debt facilities are listed as Co-Debtors on Schedule H. The Debtors may not have identified certain guarantees associated with the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements.

In the ordinary course of their businesses, the Debtors may be involved in pending or threatened litigation. These matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-Claims and counter-Claims against other parties. Because the Debtors have treated all such Claims as contingent, disputed, or unliquidated, such Claims have not been set forth individually on Schedule H. Litigation matters can be found on each Debtor's Schedule E/F part 2 and Statement 7, as applicable.

Specific Disclosures with Respect to the Debtors' Statements

Statement 1. Statement 1 reports gross revenue for the current fiscal year from January 1, 2018 to February 28, 2018 as opposed to the Petition Date.

Statement 3. Statement 3 includes any disbursement or other transfer made by the Debtors within 90 day before the Petition Date except for those made to insiders (which payments appear in response to Statement question 4), employees, bankruptcy professionals (which payments appear in Statement 11 and include any retainers paid to bankruptcy professionals), and the agent bank under the revolving credit facility. For purposes of the Statement 3, payments to creditors within 90 days have been rounded to the nearest whole dollar. The amounts listed in Statement 3 reflect the Debtors' disbursements netted against any check level detail; thus, to the extent a disbursement was made to pay for multiple invoices, only one entry has been listed on Statement 3.

Statement 4. Statement 4 accounts for a respective Debtor's intercompany transactions, as well as other transfers to insiders as applicable. Other than WV – Brockton SNF, LLC, with respect to intercompany transactions, the Debtors have reported payments on a transaction by transaction basis through July 13, 2017, at which point the Debtors modified their cash management system such that the operating accounts became zero balance accounts with funds automatically swept from Wachusett Ventures, LLC to cover any intercompany payments. Accordingly, intercompany transfers for the period

July 14, 2017 through January 11, 2018 have been aggregated and reported as one line item as opposed to a transaction by transaction basis. With respect to individuals, the amounts listed reflect the universe of payments and transfers to such individuals including compensation, bonus (if any), expense reimbursement, relocation reimbursement, and/or severance. Amounts paid on behalf of such employee for certain life and disability coverage, which coverage is provided to all of the Debtors' employees, has not been included.

The Debtors have included all consulting and payroll distributions and travel, entertainment, and other expense reimbursements, made over the twelve months preceding the Petition Date to any individual that may be deemed an "Insider."

Statement 5. Statement 5 excludes goods returned in the ordinary course of business.

Statement 7. Any information contained in Statement 7 shall not be a binding representation of the Debtors' liabilities with respect to any of the suits and proceedings identified therein.

Statement 10. The Debtors may occasionally incur losses for a variety of reasons, including theft and property damage. The Debtors, however, may not have records of all such losses if such losses do not have a material impact on the Debtors' businesses or are not reported for insurance purposes.

Statement 11. Out of an abundance of caution, the Debtors have included payments to all professionals who have rendered any advice related the Debtors' bankruptcy proceedings in Statement 11. However, it is possible that the disclosed fees also relate to other, non-bankruptcy related services, and may include services rendered to other parties.

Statement 21. The Debtors residents deposit cash with the Debtors which the Debtors disburse on behalf of its residents for certain personal incidental expenses of the residents. The cash held on behalf of the residents is reported on Statement 21.

Statement 26d. The Debtors have provided internally prepared financial statements in the ordinary course of their businesses to numerous financial institutions, creditors, and other parties within two years immediately before the Petition Date. Considering the number of such recipients and the possibility that such information may have been shared with parties without the Debtors' knowledge or consent or subject to confidentiality agreements, the Debtors have not disclosed any parties that may have received such financial statements for the purposes of Statement 26d.

Statement 30. Unless otherwise indicated in a Debtor's specific response to Statement 30, the Debtors have included a comprehensive response to Statement 30 in Statement 4.

Fill in this information to identify the case:

Debtor name: WACHUSETT VENTURES, LLC

United States Bankruptcy Court for the: District of Massachusetts

Case number (if known): 18-11053

☐ Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)

1a. Real property: Copy line 88 from Schedule A/B	\$0.00
1b. Total personal property: Copy line 91A from Schedule A/B	\$2,032,377.95
1c. Total of all property: Copy line 92 from Schedule A/B	\$2,032,377.95

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D	\$3,410,372.00
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of Schedule E/F	UNDETERMINED
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F	+ \$3,901,887.88
4. Total liabilities Lines 2 + 3a + 3b	\$7,312,259.88

Fill in this information to identify the case:

Debtor name: WACHUSETT VENTURES, LLC

United States Bankruptcy Court for the: District of Massachusetts

Case number (if known): 18-11053

☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

☐ No. Go to Part 2.

☒ Yes. Fill in the information below

All cash or cash equivalents owned or controlled by the debtor	Current value of debtor's interest
--	------------------------------------

2. Cash on hand

2.1. _____ \$ _____

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

	Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	Current value of debtor's interest
3.1.	BANK OF AMERICA PO BOX 25118 TAMPA FL 33622-5118	CHECKING/OPERATING	1189	\$7,103.00
3.2.	BANK OF AMERICA PO BOX 25118 TAMPA FL 33622-5118	CHECKING/PAYROLL	3823	\$11,750.00
3.3.	BANK OF AMERICA PO BOX 25118 TAMPA FL 33622-5118	CHECKING/GOVERNMENTAL	6947	\$259.00
3.4.	BANK OF AMERICA PO BOX 25118 TAMPA FL 33622-5118	CHECKING/NON-GOVERNMENTAL	6950	\$66,107.00

4. Other cash equivalents (Identify all)

	Description	Name of institution	Type of account	Last 4 digits of account number	Current value of debtor's interest
4.1.	_____	_____	_____	_____	\$ _____

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****5. Total of part 1**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$85,219.00**Part 2: Deposits and prepayments****6. Does the debtor have any deposits or prepayments?**☐ No. Go to Part 3.☒ Yes. Fill in the information below**7. Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

Current value of
debtor's interest

7.1. _____ \$ _____

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

Current value of
debtor's interest

8.1. INSURANCE \$99,135.64

AFCC COMMERCIAL INSURANCE PREMIUM

8.2. LEGAL RETAINER \$8,927.00

DONLIN RECANO & COMPANY, INC.

8.3. LEGAL RETAINER \$10,000.00

LAW OFFICE OF JOSEPH G. BUTLER

8.4. LEGAL RETAINER \$148,585.31

NIXON PEABODY LLP

9. Total of part 2

Add lines 7 through 8. Copy the total to line 81.

\$266,647.95**Part 3: Accounts receivable****10. Does the debtor have any accounts receivable?**☒ No. Go to Part 4.☐ Yes. Fill in the information below.**Current value of
debtor's interest****11. Accounts receivable**

Face amount

Doubtful or uncollectible
accounts

11a. 90 days old or less: \$ _____ - \$ _____ = → \$ _____

Face amount

Doubtful or uncollectible
accounts

11b. Over 90 days old: \$ _____ - \$ _____ = → \$ _____

12. Total of part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****Part 4: Investments****13. Does the debtor own any investments?**

- ☐ No. Go to Part 5.
- ☒ Yes. Fill in the information below.

Valuation method used
for current valueCurrent value of
debtor's interest**14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock

14.1. _____ \$ _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

	Name of entity	% of ownership		
15.1.	WACHUSETT HEALTHCARE MANAGEMENT COMPANY, LLC 36 WASHINGTON ST STE 395 WELLESLEY HILLS MA 02481	100.00%	_____	UNDETERMINED
15.2.	WV – BROCKTON SNF, LLC 2 BEAUMONT AVENUE BROCKTON MA 02302	100.00%	_____	UNDETERMINED
15.3.	WV – CONCORD SNF OPCO, LLC 785 MAIN STREET CONCORD MA 01742	100.00%	_____	UNDETERMINED
15.4.	WV – CROSSINGS EAST, LLC 78 VIETS STREET NEW LONDON CT 06320	100.00%	_____	UNDETERMINED
15.5.	WV – CROSSINGS WEST, LLC 89 VIETS STREET NEW LONDON CT 06320	100.00%	_____	UNDETERMINED
15.6.	WV – PARKWAY PAVILION, LLC 1157 ENFIELD STREET ENFIELD CT 06082	100.00%	_____	UNDETERMINED
15.7.	WV – QUINCY SNF OPCO, LLC 11 MAYOR THOMAS J. MCGRATH HIGHWAY QUINCY MA 02169	100.00%	_____	UNDETERMINED
15.8.	WV – ROCKPORT SNF OPCO, LLC 44 SOUTH STREET ROCKPORT MA 01966	100.00%	_____	UNDETERMINED

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe

16.1. _____ \$ _____

17. Total of part 4

Add lines 14 through 16. Copy the total to line 83.

UNDETERMINED

Part 5: Inventory, excluding agriculture assets**18. Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
- ☐ Yes. Fill in the information below.

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
19.1. _____		\$ _____		\$ _____
20. Work in progress				
20.1. _____		\$ _____		\$ _____
21. Finished goods, including goods held for resale				
21.1. _____		\$ _____		\$ _____
22. Other inventory or supplies				
22.1. _____		\$ _____		\$ _____
23. Total of part 5				\$0.00

Add lines 19 through 22. Copy the total to line 84.

24. Is any of the property listed in Part 5 perishable?

- ☐ No
☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
☐ Yes Book value: \$ _____ Valuation method: _____ Current value: \$ _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
28.1. _____	\$ _____		\$ _____
29. Farm animals. Examples: Livestock, poultry, farm-raised fish			
29.1. _____	\$ _____		\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)			
30.1. _____	\$ _____		\$ _____
31. Farm and fishing supplies, chemicals, and feed			
31.1. _____	\$ _____		\$ _____
32. Other farming and fishing-related property not already listed in Part 6			
32.1. _____	\$ _____		\$ _____
33. Total of part 6			\$0.00

Add lines 28 through 32. Copy the total to line 85.

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****34. Is the debtor a member of an agricultural cooperative?**

- ☐ No
- ☐ Yes. Is any of the debtor's property stored at the cooperative?
- ☐ No
- ☐ Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
- ☐ Yes Book value: \$_____ Valuation method: _____ Current value: \$_____

36. Is a depreciation schedule available for any of the property listed in Part 6?

- ☐ No
- ☐ Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles**38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.
- ☒ Yes. Fill in the information below.

General description		Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture				
39.1.	OFFICE FURNITURE	UNDETERMINED	Undetermined	UNDETERMINED
40. Office fixtures				
40.1.	LEASEHOLD IMPROVEMENTS	UNDETERMINED	Undetermined	UNDETERMINED
41. Office equipment, including all computer equipment and communication systems equipment and software				
		Net book value of debtor's interest	Valuation method used for current value	Current value of debtor's interest
41.1.	OFFICE EQUIPMENT	UNDETERMINED	Undetermined	UNDETERMINED
42. Collectibles. Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles				
42.1.	_____	\$ _____	_____	\$ _____

43. Total of part 7

Add lines 39 through 42. Copy the total to line 86.

UNDETERMINED

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☒ No
- ☐ Yes

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****45. Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles**46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☐ No. Go to Part 9.
☒ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available) (Where available)	Valuation method used for current value	Current value of debtor's interest
--	---	---	------------------------------------

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

47.1. 2016 BMW X5 (LEASED) \$0.00 Net book value \$0.00

48. Watercraft, trailers, motors, and related accessories. Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1. _____ \$ _____ _____ \$ _____

49. Aircraft and accessories

49.1. _____ \$ _____ _____ \$ _____

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

50.1. _____ \$ _____ _____ \$ _____

51. Total of part 8

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☒ No
☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 9: Real property**54. Does the debtor own or lease any real property?**

- ☐ No. Go to Part 10.
☒ Yes. Fill in the information below.

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
--	--	--	---	------------------------------------

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

55.1. _____ LEASEHOLD INTEREST \$0.00 Net Book Value \$0.00

OFFICE SPACE

 36 WASHINGTON STREET
 SUITE 395
 WELLESLEY HILLS MA 02481

56. Total of part 9

Add the current value on lines 55. Copy the total to line 88.

\$0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☒ No
☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 10: Intangibles and intellectual property**59. Does the debtor have any interests in intangibles or intellectual property?**

- ☒ No. Go to Part 11.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
---------------------	--	---	------------------------------------

60. Patents, copyrights, trademarks, and trade secrets

60.1. _____ \$ _____ \$ _____

61. Internet domain names and websites

	Net book value of debtor's interest	Valuation method	Current value of debtor's interest
61.1. _____	\$ _____	_____	\$ _____

62. Licenses, franchises, and royalties

62.1. _____ \$ _____ \$ _____

63. Customer lists, mailing lists, or other compilations

63.1. _____ \$ _____ \$ _____

64. Other intangibles, or intellectual property

64.1. _____ \$ _____ \$ _____

65. Goodwill

65.1. _____ \$ _____ \$ _____

66. Total of part 10

Add lines 60 through 65. Copy the total to line 89.

\$0.00

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****67. Do your lists or records include personally identifiable information of customers** (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☐ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☐ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 11: All other assets**70. Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes. Fill in the information below.

Current value of debtor's interest**71. Notes receivable**

Description (include name of obligor)	Total face amount	Doubtful or uncollectible amount	Current value of debtor's interest
71.1. _____	\$ _____	- \$ _____ = →	\$ _____

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)	Tax refund amount	NOL amount	Tax year	Current value of debtor's interest
72.1. _____	\$ _____	\$ _____	_____	\$ _____

73. Interests in insurance policies or annuities

Insurance company	Insurance policy No.	Annuity issuer name	Annuity account type	Annuity account No.	Current value of debtor's interest
73.1. VALLEY FORGE INSURANCE COMPANY	6023169954	_____	_____	_____	UNDETERMINED
73.2. CONTINENTAL CASUALTY COMPANY	596781696	_____	_____	_____	UNDETERMINED
73.3. LLOYD'S OF LONDON	503383	_____	_____	_____	UNDETERMINED
73.4. HEALTHCAP RISK MANAGEMENT & INSURANCE	HRGCT010074OC01	_____	_____	_____	UNDETERMINED
73.5. ATLANTIC SPECIALTY INSURANCE	MML-07849-17	_____	_____	_____	UNDETERMINED
73.6. CONTINENTAL CASUALTY COMPANY	6023169971	_____	_____	_____	UNDETERMINED
73.7. CONTINENTAL CASUALTY COMPANY	6046124942	_____	_____	_____	UNDETERMINED
73.8. IRONSHORE INSURANCE LTD	3474500	_____	_____	_____	UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

73.9. AIM MUTUAL WMZ-800- _____ UNDETERMINED
INSURANCE COMPANY 8007102-2017

74. Causes of action against third parties (whether or not a lawsuit has been filed)

	Nature of claim	Amount requested	Current value of debtor's interest
74.1. JOSEPH CUZZUPOLI	VARIOUS	UNDETERMINED	UNDETERMINED
74.2. J DENNIS MORGAN C/O QUALITY REHABILITATION	VARIOUS	UNDETERMINED	UNDETERMINED

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

	Nature of claim	Amount requested	Current value of debtor's interest
75.1. _____	_____	\$ _____	\$ _____

76. Trusts, equitable or future interests in property

76.1. _____ \$ _____

77. Other property of any kind not already listed

Examples: Season tickets, country club membership

77.1. INTERCOMPANY RECEIVABLE - WV-CONCORD	\$1,112,942.00
77.2. INTERCOMPANY RECEIVABLE - WV-BROCKTON	\$567,569.00

78. Total of part 11

Add lines 71 through 77. Copy the total to line 90.

\$1,680,511.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No
☐ Yes

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$85,219.00	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$266,647.95	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$0.00	
83. Investments. <i>Copy line 17, Part 4.</i>	UNDETERMINED	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$0.00	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	UNDETERMINED	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$0.00	
88. Real property. <i>Copy line 56, Part 9.</i> →		\$0.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$0.00	
90. All other assets. <i>Copy line 78, Part 11.</i> +	\$1,680,511.00	
91. Total. Add lines 80 through 90 for each column.91a.	\$2,032,377.95	+ 91b. \$0.00
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		\$2,032,377.95

Fill in this information to identify the case:

Debtor name: WACHUSETT VENTURES, LLC

United States Bankruptcy Court for the: District of Massachusetts

Case number (if known): 18-11053

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

**Column A
Amount of
Claim**
Do not deduct
the value of
collateral.

**Column B
Value of
collateral that
supports this
claim**

2.1. Creditor's name and address

BMW FINANCIAL SERVICES
PO BOX 9001065
LOUISVILLE KY 40290-1065

Creditor's email address, if known

Date debt was incurred: _____

Last 4 digits of account number: _____

Do multiple creditors have an interest in the same property?

- ☒ No
- ☐ Yes. Have you already specified the relative priority?
- ☐ No. Specify each creditor, including this creditor, and its relative priority.
- _____
- _____
- ☐ Yes. The relative priority of creditors is specified on lines: _____

Describe debtor's property that is subject to a lien

BMW VEHICLE

Describe the lien

VEHICLE LEASE

Is the creditor an insider or related party?

- ☒ No
- ☐ Yes

Is anyone else liable on this claim?

- ☐ No
- ☒ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.

- ☐ Contingent
- ☒ Unliquidated
- ☐ Disputed

UNDETERMINED UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

2.2. **Creditor's name and address**

CCP CAMELOT 0563 LLC
191 NORTH WACKER DRIVE
SUITE 1200
CHICAGO IL 60606

Creditor's email address, if known

Date debt was incurred: February 2017

Last 4 digits of account number:

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Have you already specified the relative priority?

☐ No. Specify each creditor, including this creditor, and its relative priority.

☐ Yes. The relative priority of creditors is specified on lines: _____

Describe debtor's property that is subject to a lien

SUBSTANTIALLY ALL ASSETS BUT EXCLUDING ANY OWNERSHIP INTEREST IN WV-BROCKTON SNF, LLC

Describe the lien

UCC FINANCING STATEMENT #
201734568240 FILED ON FEBRUARY 13, 2017

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.

☒ Contingent

☒ Unliquidated

☐ Disputed

UNDETERMINED UNDETERMINED

2.3. **Creditor's name and address**

CCP DEN-MAR 0542 LLC
191 NORTH WACKER DRIVE
SUITE 1200
CHICAGO IL 60606

Creditor's email address, if known

Date debt was incurred: February 2017

Last 4 digits of account number:

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Have you already specified the relative priority?

☐ No. Specify each creditor, including this creditor, and its relative priority.

☐ Yes. The relative priority of creditors is specified on lines: _____

Describe debtor's property that is subject to a lien

SUBSTANTIALLY ALL ASSETS BUT EXCLUDING ANY OWNERSHIP INTEREST IN WV-BROCKTON SNF, LLC

Describe the lien

UCC FINANCING STATEMENT #
201734568240 FILED ON FEBRUARY 13, 2017

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.

☒ Contingent

☒ Unliquidated

☐ Disputed

UNDETERMINED UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

<p>2.4.¹ Creditor's name and address</p> <p>CCP FINANCE II LLC 191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606</p> <p>Creditor's email address, if known _____</p> <p>Date debt was incurred: March 2016</p> <p>Last 4 digits of account number: _____</p> <p>Do multiple creditors have an interest in the same property?</p> <p><input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Have you already specified the relative priority?</p> <p><input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ _____</p> <p><input type="checkbox"/> Yes. The relative priority of creditors is specified on lines: _____</p>	<p>Describe debtor's property that is subject to a lien</p> <p>SUBSTANTIALLY ALL ASSETS BUT EXCLUDING ANY OWNERSHIP INTEREST IN WV-BROCKTON SNF, LLC</p> <p>\$1,226,697.00 UNDETERMINED</p> <p>Describe the lien</p> <p>UCC FINANCING STATEMENT # 201626674880 FILED ON MARCH 7, 2016</p> <p>Is the creditor an insider or related party?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim?</p> <p><input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H).</p> <p>As of the petition filing date, the claim is: Check all that apply.</p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>
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<p>2.5.¹ Creditor's name and address</p> <p>CCP FINANCE II LLC 191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606</p> <p>Creditor's email address, if known _____</p> <p>Date debt was incurred: July 2016</p> <p>Last 4 digits of account number: _____</p> <p>Do multiple creditors have an interest in the same property?</p> <p><input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Have you already specified the relative priority?</p> <p><input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ _____</p> <p><input type="checkbox"/> Yes. The relative priority of creditors is specified on lines: _____</p>	<p>Describe debtor's property that is subject to a lien</p> <p>SUBSTANTIALLY ALL ASSETS BUT EXCLUDING ANY OWNERSHIP INTEREST IN WV-BROCKTON SNF, LLC</p> <p>\$1,336,662.00 UNDETERMINED</p> <p>Describe the lien</p> <p>UCC FINANCING STATEMENT # 201630846730 FILED ON AUGUST 29, 2016 AND AS AMENDED</p> <p>Is the creditor an insider or related party?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim?</p> <p><input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H).</p> <p>As of the petition filing date, the claim is: Check all that apply.</p> <p><input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>
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Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****2.6. Creditor's name and address**

CCP NUTMEG PAVILION 0567 LLC
191 NORTH WACKER DRIVE
SUITE 1200
CHICAGO IL 60606

Creditor's email address, if known
_____**Date debt was incurred:** February 2017**Last 4 digits of account number:****Do multiple creditors have an interest in the same property?**☒ No☐ Yes. Have you already specified the relative priority?☒ No. Specify each creditor, including this creditor, and its relative priority.
201630846730☐ Yes. The relative priority of creditors is specified on lines: _____**Describe debtor's property that is subject to a lien**

SUBSTANTIALLY ALL ASSETS BUT
EXCLUDING ANY OWNERSHIP INTEREST
IN WV-BROCKTON SNF, LLC

Describe the lien

UCC FINANCING STATEMENT #
201734568240 FILED ON FEBRUARY 13,
2017

Is the creditor an insider or related party?☒ No☐ Yes**Is anyone else liable on this claim?**☐ No☒ Yes. Fill out Schedule H: Codebtors
(Official Form 206H).**As of the petition filing date, the claim is:**
Check all that apply.☒ Contingent☒ Unliquidated☐ Disputed

UNDETERMINED UNDETERMINED

2.7. Creditor's name and address

CCP PARKWAY PAVILION 0568 LLC
191 NORTH WACKER DRIVE
SUITE 1200
CHICAGO IL 60606

Creditor's email address, if known
_____**Date debt was incurred:** February 2017**Last 4 digits of account number:****Do multiple creditors have an interest in the same property?**☒ No☐ Yes. Have you already specified the relative priority?☐ No. Specify each creditor, including this creditor, and its relative priority.

_____☐ Yes. The relative priority of creditors is specified on lines: _____**Describe debtor's property that is subject to a lien**

SUBSTANTIALLY ALL ASSETS BUT
EXCLUDING ANY OWNERSHIP INTEREST
IN WV-BROCKTON SNF, LLC

Describe the lien

UCC FINANCING STATEMENT #
201734568240 FILED ON FEBRUARY 13,
2017

Is the creditor an insider or related party?☒ No☐ Yes**Is anyone else liable on this claim?**☐ No☒ Yes. Fill out Schedule H: Codebtors
(Official Form 206H).**As of the petition filing date, the claim is:**
Check all that apply.☒ Contingent☒ Unliquidated☐ Disputed

UNDETERMINED UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

2.8. **Creditor's name and address**

CCP QUINCY 0537 LLC
191 NORTH WACKER DRIVE
SUITE 1200
CHICAGO IL 60606

Creditor's email address, if known

Date debt was incurred: February 2017

Last 4 digits of account number:

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Have you already specified the relative priority?

☐ No. Specify each creditor, including this creditor, and its relative priority.

☐ Yes. The relative priority of creditors is specified on lines: _____

Describe debtor's property that is subject to a lien

SUBSTANTIALLY ALL ASSETS BUT EXCLUDING ANY OWNERSHIP INTEREST IN WV-BROCKTON SNF, LLC

Describe the lien

UCC FINANCING STATEMENT #
201734568240 FILED ON FEBRUARY 13, 2017

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.

☒ Contingent

☒ Unliquidated

☐ Disputed

UNDETERMINED UNDETERMINED

2.9. **Creditor's name and address**

CCP WALDEN 0588 LLC
191 NORTH WACKER DRIVE
SUITE 1200
CHICAGO IL 60606

Creditor's email address, if known

Date debt was incurred: February 2017

Last 4 digits of account number:

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Have you already specified the relative priority?

☐ No. Specify each creditor, including this creditor, and its relative priority.

☐ Yes. The relative priority of creditors is specified on lines: _____

Describe debtor's property that is subject to a lien

SUBSTANTIALLY ALL ASSETS BUT EXCLUDING ANY OWNERSHIP INTEREST IN WV-BROCKTON SNF, LLC

Describe the lien

UCC FINANCING STATEMENT #
201734568240 FILED ON FEBRUARY 13, 2017

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.

☒ Contingent

☒ Unliquidated

☐ Disputed

UNDETERMINED UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

2.10.¹ **Creditor's name and address**

CONGRESSIONAL BANK
6701 DEMOCRACY BLVD
SUITE 400
BETHESDA MD 20817

Creditor's email address, if known

Date debt was incurred: 4/19/2017

Last 4 digits of account number:

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Have you already specified the relative priority?

☐ No. Specify each creditor, including this creditor, and its relative priority.

☐ Yes. The relative priority of creditors is specified on lines: _____

Describe debtor's property that is subject to a lien

MEMBERSHIP INTERESTS AND OTHER OWNERSHIP INTERESTS OF WV-BROCKTON SNF, LLC

\$847,013.00

UNDETERMINED

Describe the lien

UCC FINANCING STATEMENT #
201736240360 FILED ON APRIL 21, 2017

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.

☒ Contingent

☒ Unliquidated

☐ Disputed

2.11. **Creditor's name and address**

PERFORMANCE FOOD GROUP, INC.
ONE PERFORMANCE BLVD
SPRINGFIELD MA 01104

Creditor's email address, if known

Date debt was incurred: July 2016

Last 4 digits of account number:

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Have you already specified the relative priority?

☐ No. Specify each creditor, including this creditor, and its relative priority.

☐ Yes. The relative priority of creditors is specified on lines: _____

Describe debtor's property that is subject to a lien

INVENTORY, ACCOUNTS, CONTRACT RIGHTS, FIXTURES, EQUIPMENT, GOODWILL, INTANGIBLES AND INTELLECTUAL PROPERTY

UNDETERMINED UNDETERMINED

Describe the lien

UCC FINANCING STATEMENT #
201629901640 FILED ON JULY 25, 2016

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☒ No

☐ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.

☒ Contingent

☒ Unliquidated

☒ Disputed

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

2.12. **Creditor's name and address**

QUALITY REHABILITATION SERVICES, LLC
30 MANMAR DRIVE
SUITE 9
PLAINVILLE MA 02762

Creditor's email address, if known

Date debt was incurred: Various

Last 4 digits of account number:

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Have you already specified the relative priority?

☐ No. Specify each creditor, including this creditor, and its relative priority.

☐ Yes. The relative priority of creditors is specified on lines: _____

Describe debtor's property that is subject to a lien

UNDETERMINED UNDETERMINED

Describe the lien

ATTEMPTED ATTACHMENT WITHIN 90-DAYS OF PETITION DATE

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.

☒ Contingent

☒ Unliquidated

☒ Disputed

¹AMOUNT IS APPROXIMATE

3. **Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.** **\$3,410,372.00**

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

	Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
3.1.	CCP FINANCE II LLP C/O CARE CAPITAL PROPERTIES, INC. ATTN ASSET MANAGEMENT 191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	Line 2.4	_____
3.2.	CCP FINANCE II LLP C/O CARE CAPITAL PROPERTIES, INC. ATTN ASSET MANAGEMENT 191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	Line 2.4	_____

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**

3.3.	CCP FINANCE II LLP C/O CARE CAPITAL PROPERTIES, INC. ATTN ASSET MANAGEMENT 191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	Line 2.5	_____
3.4.	CCP FINANCE II LLP C/O CARE CAPITAL PROPERTIES, INC. ATTN ASSET MANAGEMENT 191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	Line 2.5	_____
3.5.	CONGRESSIONAL BANK JOEL MAHAN 6701 DEMOCRACY BLVD SUITE 400 BETHESDA MD 20817	Line 2.10	_____
3.6.	GUTNICKI LLP STACY FLANIGAN ESQ 4711 GOLF ROAD SUITE 200 SKOKIE IL 60076	Line 2.10	_____
3.7.	JANET E. BOSTWICK, P.C. JANET E. BOSTWICK 295 DEVONSHIRE STREET BOSTON MA 02110	Line 2.5	_____
3.8.	JANET E. BOSTWICK, P.C. JANET E. BOSTWICK 295 DEVONSHIRE STREET BOSTON MA 02110	Line 2.4	_____
3.9.	KATTEN MUCHIN ROSEMAN LLP KENNETH OTTAVIANO 525 W MONROE ST CHICAGO IL 60661	Line 2.10	_____
3.10.	KATTEN MUCHIN ROSENMAN LLP PAIGE B. TINKHAM 525 W MONROE STREET CHICAGO IL 60661-3693	Line 2.10	_____
3.11.	MIRICK O'CONNELL DEMALLIE & LOUGEE LLP JOSEPH H BALDIGA;PAUL W CAREY 100 FRONT ST WORCESTER MA 01608-1477	Line 2.10	_____
3.12.	MIRICK O'CONNELL DEMALLIE & LOUGEE LLP KATE P FOLEY 1800 WEST PARK DRIVE STE 400 WESTBOROUGH MA 01581	Line 2.10	_____
3.13.	QUALITY REHABILITATION SERVICES LLC NUTTER MCCLENNEN & FISH LLP JOHN G LOUGHNANE SEAPORT WEST 155 SEAPORT BOULEVARD BOSTON MA 02210	Line 2.12	_____
3.14.	QUALITY REHABILITATION SERVICES LLC 42 LANDAU RD PLAINVILLE MA 02762-5030	Line 2.12	_____
3.15.	SABRA HEALTH CARE REIT, INC. 18500 VAN KARMAN AVE SUITE 550 IRVINE CA 92612	Line 2.5	_____

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.16. SABRA HEALTH CARE REIT, INC.
18500 VAN KARMAN AVE
SUITE 550
IRVINE CA 92612

Line 2.4

Fill in this information to identify the case:

Debtor name: WACHUSETT VENTURES, LLC

United States Bankruptcy Court for the: District of Massachusetts

Case number (if known): 18-11053

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☐ No. Go to Part 2.

☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

2.1. Priority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Total claim	Priority amount
CITY OF BROCKTON TAX COLLECTOR 45 SCHOOL ST. BROCKTON MA 02301	<input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	UNDETERMINED	UNDETERMINED
Date or dates debt was incurred	Basis for the claim:		Nonpriority amount
VARIOUS	TAXES		UNDETERMINED
Last 4 digits of account number:	Is the claim subject to offset?		
Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

2.2. Priority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Total claim	Priority amount
CITY OF NEW LONDON, TAX COLLECTOR 15 MASONIC ST. P.O. BOX 1305 NEW LONDON CT 06320	<input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	UNDETERMINED	UNDETERMINED
Date or dates debt was incurred	Basis for the claim:		Nonpriority amount
VARIOUS	TAXES		UNDETERMINED
Last 4 digits of account number:	Is the claim subject to offset?		
Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****2.3. Priority creditor's name and mailing address**

CITY OF NEW LONDON, TAX
COLLECTOR
15 MASONIC ST.
P.O. BOX 1305
NEW LONDON CT 06320

Date or dates debt was incurred

VARIOUS

Last 4 digits of account number:

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☒ Unliquidated
☐ Disputed

Basis for the claim:

TAXES

Is the claim subject to offset?

- ☒ No
☐ Yes

Total claim

UNDETERMINED

Priority amount

UNDETERMINED

Nonpriority amount

UNDETERMINED

2.4. Priority creditor's name and mailing address

CITY OF QUINCY, TREASURER
CITY HALL
1305 HANCOCK ST.
QUINCY MA 02169

Date or dates debt was incurred

VARIOUS

Last 4 digits of account number:

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☒ Unliquidated
☐ Disputed

Basis for the claim:

TAXES

Is the claim subject to offset?

- ☒ No
☐ Yes

Total claim

UNDETERMINED

Priority amount

UNDETERMINED

Nonpriority amount

UNDETERMINED

2.5. Priority creditor's name and mailing address

EXECUTIVE OFFICE OF HEALTH AND
HUMAN SERVICES
COMMONWEALTH OF
MASSACHUSETTS – USER FEE
PO BOX 3538
BOSTON MA 02241-3538

Date or dates debt was incurred

VARIOUS

Last 4 digits of account number:

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☒ Unliquidated
☐ Disputed

Basis for the claim:

USER FEES

Is the claim subject to offset?

- ☒ No
☐ Yes

Total claim

UNDETERMINED

Priority amount

UNDETERMINED

Nonpriority amount

UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**

2.6.	Priority creditor's name and mailing address INTERNAL REVENUE SVC CENTRALIZED INSOLVENCY OPERATION PO BOX 7346 PHILADELPHIA PA 19101-7346 Date or dates debt was incurred VARIOUS Last 4 digits of account number: Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TAXES Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Total claim UNDETERMINED	Priority amount UNDETERMINED Nonpriority amount UNDETERMINED
2.7.	Priority creditor's name and mailing address INTERNAL REVENUE SVC CENTRALIZED INSOLVENCY OPERATION 2970 MARKET ST MAIL STOP 5Q30133 PHILADELPHIA PA 19104-5016 Date or dates debt was incurred VARIOUS Last 4 digits of account number: Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TAXES Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Total claim UNDETERMINED	Priority amount UNDETERMINED Nonpriority amount UNDETERMINED
2.8.	Priority creditor's name and mailing address MASSACHUSETTS DEPARTMENT OF REVENUE BANKRUPTCY UNIT PO BOX 9554 BOSTON MA 12114-9554 Date or dates debt was incurred VARIOUS Last 4 digits of account number: Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TAXES Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Total claim UNDETERMINED	Priority amount UNDETERMINED Nonpriority amount UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**

2.9.	Priority creditor's name and mailing address STATE OF CT DEPARTMENT OF REVENUE SERVICES 450 COLUMBUS BLVD SUITE 1 HARTFORD CT 06103-1837 Date or dates debt was incurred VARIOUS Last 4 digits of account number: Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TAXES Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="background-color: #d3d3d3;">Total claim</th> <th style="background-color: #d3d3d3;">Priority amount</th> </tr> <tr> <td style="text-align: center;">UNDETERMINED</td> <td style="text-align: center;">UNDETERMINED</td> </tr> </table>	Total claim	Priority amount	UNDETERMINED	UNDETERMINED	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="background-color: #d3d3d3;">Nonpriority amount</th> </tr> <tr> <td style="text-align: center;">UNDETERMINED</td> </tr> </table>	Nonpriority amount	UNDETERMINED
Total claim	Priority amount									
UNDETERMINED	UNDETERMINED									
Nonpriority amount										
UNDETERMINED										
2.10.	Priority creditor's name and mailing address STATE OF CT DEPARTMENT OF REVENUE SERVICES PO BOX 5089 HARTFORD CT 06102-509 Date or dates debt was incurred VARIOUS Last 4 digits of account number: Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TAXES Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="background-color: #d3d3d3;">Total claim</th> <th style="background-color: #d3d3d3;">Priority amount</th> </tr> <tr> <td style="text-align: center;">UNDETERMINED</td> <td style="text-align: center;">UNDETERMINED</td> </tr> </table>	Total claim	Priority amount	UNDETERMINED	UNDETERMINED	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="background-color: #d3d3d3;">Nonpriority amount</th> </tr> <tr> <td style="text-align: center;">UNDETERMINED</td> </tr> </table>	Nonpriority amount	UNDETERMINED
Total claim	Priority amount									
UNDETERMINED	UNDETERMINED									
Nonpriority amount										
UNDETERMINED										
2.11.	Priority creditor's name and mailing address TOWN OF CONCORD, TAX COLLECTOR 22 MONUMENT SQUARE TOWN HOUSE PO BOX 535 CONCORD MA 01742 Date or dates debt was incurred VARIOUS Last 4 digits of account number: Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TAXES Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="background-color: #d3d3d3;">Total claim</th> <th style="background-color: #d3d3d3;">Priority amount</th> </tr> <tr> <td style="text-align: center;">UNDETERMINED</td> <td style="text-align: center;">UNDETERMINED</td> </tr> </table>	Total claim	Priority amount	UNDETERMINED	UNDETERMINED	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="background-color: #d3d3d3;">Nonpriority amount</th> </tr> <tr> <td style="text-align: center;">UNDETERMINED</td> </tr> </table>	Nonpriority amount	UNDETERMINED
Total claim	Priority amount									
UNDETERMINED	UNDETERMINED									
Nonpriority amount										
UNDETERMINED										

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**2.12. **Priority creditor's name and mailing address**TOWN OF ENFIELD, TAX COLLECTOR
820 ENFIELD ST.
ENFIELD CT 06082**Date or dates debt was incurred**

VARIOUS

Last 4 digits of account number:**Specify Code subsection of PRIORITY unsecured claim:**11 U.S.C. § 507(a) (8)**As of the petition filing date, the claim is:***Check all that apply.*

- ☐ Contingent
- ☒ Unliquidated
- ☐ Disputed

Basis for the claim:

TAXES

Is the claim subject to offset?

- ☒ No
- ☐ Yes

Total claim

UNDETERMINED

Priority amount

UNDETERMINED

Nonpriority amount

UNDETERMINED

2.13. **Priority creditor's name and mailing address**TOWN OF ROCKPORT, TREASURER/
COLLECTOR
P.O. BOX 150
ROCKPORT MA 01966**Date or dates debt was incurred**

VARIOUS

Last 4 digits of account number:**Specify Code subsection of PRIORITY unsecured claim:**11 U.S.C. § 507(a) (8)**As of the petition filing date, the claim is:***Check all that apply.*

- ☐ Contingent
- ☒ Unliquidated
- ☐ Disputed

Basis for the claim:

TAXES

Is the claim subject to offset?

- ☒ No
- ☐ Yes

Total claim

UNDETERMINED

Priority amount

UNDETERMINED

Nonpriority amount

UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

3.1.	Nonpriority creditor's name and mailing address A.D PERKINS COMPANY 43 ELM STREET NEW HAVEN CT 06510 Date or dates debt was incurred 5/16/17 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$207.38
3.2.	Nonpriority creditor's name and mailing address BACKTRACK 8850 TYLER BLVD. MENTOR OH 44060 Date or dates debt was incurred 1/12-1/19/18 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$150.00
3.3.	Nonpriority creditor's name and mailing address CREAM CITY MARKETING LLC 318A N MAIN STREET LAKE MILLS WI 53551 Date or dates debt was incurred 1/12-5/22/17 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$451.53

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.4.	Nonpriority creditor's name and mailing address DEPARTMENT OF REVENUE SERVICES STATE OF CONNECTICUT PO BOX 2936 HARTFORD CT 06104 Date or dates debt was incurred 4/19/17 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$250.00
3.5.	Nonpriority creditor's name and mailing address ENCORE PREAKNESS INC. FKA SELECT MEDICAL REHABILITATION SERVICES INC THOMAS J SANSONE ESQ CARMODY TORRANCE SANDAK & HENNESSEY LLP 195 CHURCH ST NEW HAVEN CT 06510 Date or dates debt was incurred VARIOUS Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: PENDING LITIGATION - CT SUPERIOR COURT CASE # HHD-CV-16-6073771 Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED
3.6.	Nonpriority creditor's name and mailing address HAYMAC, LLC RICHARD J PLOUFFE ESQ 40 GROVE ST STE 220 WELLESLEY MA 02482-7702 Date or dates debt was incurred VARIOUS Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: PENDING LITIGATION Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.7.	Nonpriority creditor's name and mailing address JOEL KIRCHICK 362 SOUTH ROAD WAKEFIELD RI 02879 Date or dates debt was incurred 4/19/2017 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: CONGRESSIONAL LOAN GUARANTEE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED
3.8.	Nonpriority creditor's name and mailing address JOSEPH CUZZUPOLI C/O DAVID BURGESS ESQ WILCHINS CONSENTINO NOVINS LLP 20 WILLIAMS ST STE 130 WELLESLEY MA 02418 Date or dates debt was incurred JULY 2016 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: CCP MA LOAN GUARANTEE Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes	Amount of claim UNDETERMINED
3.9.	Nonpriority creditor's name and mailing address JOSEPH CUZZUPOLI C/O DAVID BURGESS ESQ WILCHINS CONSENTINO NOVINS LLP 20 WILLIAMS ST STE 130 WELLESLEY MA 02418 Date or dates debt was incurred MARCH 2016 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: CCP CT LOAN GUARANTEE Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes	Amount of claim UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.10.	Nonpriority creditor's name and mailing address MARCUM LLP 555 LONG WHARF DRIVE, 12TH FLOOR NEW HAVEN CT 06511 Date or dates debt was incurred 1/17-1/18 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$399,660.50
3.11.	Nonpriority creditor's name and mailing address NATIONAL CORPORATE RESEARCH, LTD 10 EAST 40TH STREET, 10TH FLOOR NEW YORK NY 10016 Date or dates debt was incurred 4/1/17 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$188.00
3.12.	Nonpriority creditor's name and mailing address POINTCLICKCARE TECHNOLOGIES INC. P.O. BOX 674802 DETROIT MI 48267-4802 Date or dates debt was incurred 1/1/18 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$212.50

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.13. **Nonpriority creditor's name and mailing address**

QUALITY REHABILITATION SERVICES LLC
MATTHEW P. RITCHIE ESQ
NUTTER MCCLENNEN & FISH LLP
155 SEAPORT BLVD
BOSTON MA 02210

Date or dates debt was incurred

VARIOUS

Last 4 digits of account number:

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
☒ Unliquidated
☒ Disputed

Basis for the claim:

NORFOLK COUNTY SUPERIOR COURT
CASE # 1782CV01186

Is the claim subject to offset?

- ☐ No
☒ Yes

Amount of claim

UNDETERMINED

3.14. **Nonpriority creditor's name and mailing address**

QUALITY REHABILITATION SERVICES LLC
MATTHEW P. RITCHIE ESQ
NUTTER MCCLENNEN & FISH LLP
155 SEAPORT BLVD
BOSTON MA 02210

Date or dates debt was incurred

VARIOUS

Last 4 digits of account number:

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
☒ Unliquidated
☒ Disputed

Basis for the claim:

SUPPLEMENTAL PROCESS; DEDHAM
DISTRICT COURT, CASE # 1854WP 0010

Is the claim subject to offset?

- ☐ No
☒ Yes

Amount of claim

UNDETERMINED

3.15. **Nonpriority creditor's name and mailing address**

RAYMOND A DENNEHY III
153 COAL KILN RD
PRINCETON MA 01541

Date or dates debt was incurred

4/19/2017

Last 4 digits of account number:

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
☒ Unliquidated
☐ Disputed

Basis for the claim:

CONGRESSIONAL LOAN GUARANTEE

Is the claim subject to offset?

- ☒ No
☐ Yes

Amount of claim

UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.16.	Nonpriority creditor's name and mailing address RAYMOND A DENNEHY III 153 COAL KILN RD PRINCETON MA 01541 Date or dates debt was incurred AUGUST 2016 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: CCP MA LOAN GUARANTEE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED
3.17.	Nonpriority creditor's name and mailing address RAYMOND A DENNEHY III 153 COAL KILN RD PRINCETON MA 01541 Date or dates debt was incurred MARCH 2016 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: CCP CT LOAN GUARANTEE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED
3.18.	Nonpriority creditor's name and mailing address SHAPIRO LAW OFFICES LLC 32 WASHINGTON ST MIDDLETOWN CT 06457 Date or dates debt was incurred VARIOUS Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$3,300.00

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.19.	Nonpriority creditor's name and mailing address SIEGEL, O'CONNOR, O'DONNELL & BECK, P.C. 150 TRUMBULL STREET HARTFORD CT 06103 Date or dates debt was incurred 8/30-9/28/17 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$0.00
3.20.	Nonpriority creditor's name and mailing address STEVEN L VERA 28 LAUREL DR WILLINGTON CT 06279 Date or dates debt was incurred 4/19/2017 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: CONGRESSIONAL LOAN GUARANTEE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED
3.21.	Nonpriority creditor's name and mailing address STEVEN L VERA 28 LAUREL DR WILLINGTON CT 06279 Date or dates debt was incurred AUGUST 2016 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: CCP MA LOAN GUARANTEE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.22.	Nonpriority creditor's name and mailing address STEVEN L VERA 28 LAUREL DR WILLINGTON CT 06279 Date or dates debt was incurred MARCH 2016 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: CCP CT LOAN GUARANTEE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED
3.23.	Nonpriority creditor's name and mailing address THE ROSE FINANCIAL GROUP 6602 EAST 75TH STREET, SUITE 200 INDIANAPOLIS IN 46250 Date or dates debt was incurred 12/29/17 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$0.00
3.24.	Nonpriority creditor's name and mailing address TOWN OF WELLESLEY 525 WASHINGTON ST. WELLESLEY MA 02482 Date or dates debt was incurred 7/1-9/1/17 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$488.08

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.25.	Nonpriority creditor's name and mailing address TWIN MED LLC DRAPP & JAUMANN LLC JOHN C DRAPP III ESQ 1057 BROAD ST BRIDGEPORT CT 06604 Date or dates debt was incurred VARIOUS Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: PENDING LITIGATION Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED
3.26.	Nonpriority creditor's name and mailing address TWIN MED LLC DRAPP & JAUMANN LLC JOHN C DRAPP III ESQ 1057 BROAD ST BRIDGEPORT CT 06604 Date or dates debt was incurred VARIOUS Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: PENDING LITIGATION Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED
3.27.	Nonpriority creditor's name and mailing address TWIN MED LLC DRAPP & JAUMANN LLC JOHN C DRAPP III ESQ 1057 BROAD ST BRIDGEPORT CT 06604 Date or dates debt was incurred VARIOUS Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: PENDING LITIGATION Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim UNDETERMINED

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.28. Nonpriority creditor's name and mailing address UPS P.O. BOX 7247-0244 PHILADELPHIA PA 19170-0001 Date or dates debt was incurred 2/4-5/1/17 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$252.94
3.29. Nonpriority creditor's name and mailing address W.B. MASON P.O. BOX 981101 BOSTON MA 02298-1101 Date or dates debt was incurred 11/8/17-1/8/18 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: TRADE PAYABLE Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$175.95
3.30. Nonpriority creditor's name and mailing address WV – CROSSINGS EAST, LLC 78 VIETS ST NEW LONDON CT 06320-0000 Date or dates debt was incurred 3/1/16 - 3/23/18 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: INTERCOMPANY ACCOUNT Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$194,795.00

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

3.31. Nonpriority creditor's name and mailing address WV – CROSSINGS WEST, LLC 89 VIETS ST NEW LONDON CT 06320-0000 Date or dates debt was incurred 3/1/16 - 3/23/18 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: INTERCOMPANY ACCOUNT Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$10,532.00
3.32. Nonpriority creditor's name and mailing address WV – PARKWAY PAVILION, LLC 1157 ENFIELD STREET ENFIELD CT 06082-4367 Date or dates debt was incurred 3/1/16 - 3/23/18 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: INTERCOMPANY ACCOUNT Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$3,033,894.00
3.33. Nonpriority creditor's name and mailing address WV – QUINCY SNF OPCO, LLC 11 MAYOR THOMAS J MCGRATH HWY QUINCY MA 02169-5311 Date or dates debt was incurred 8/1/16 - 3/23/18 Last 4 digits of account number:	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: INTERCOMPANY ACCOUNT Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	Amount of claim \$181,589.00

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**3.34. **Nonpriority creditor's name and mailing address**

WV – ROCKPORT SNF OPCO, LLC
44 SOUTH STREET
ROCKPORT MA 01966-1800

Date or dates debt was incurred

8/1/16 - 3/23/18

Last 4 digits of account number:**As of the petition filing date, the claim is:***Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

INTERCOMPANY ACCOUNT

Is the claim subject to offset?

- ☐ No
☐ Yes

Amount of claim

\$75,741.00

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
ENCORE REHAB SERVICES 33533 WEST 12 MILE ROAD SUITE 290 FARMINGTON HILLS MI 48331	Part 2 line 3.5	_____
HAYMAC LLC C/O HAYNES MANAGEMENT INC. 34 WASHINGTON STREET WELLESLEY MA 02381	Part 2 line 3.6	_____
JOEL KIRCHICK C/O WACHUSETTS VENTURES LLC ATTN STEVEN L VERA 36 WASHINGTON ST SUITE 395 WELLESLEY HILLS MA 02481	Part 2 line 3.7	_____
JOSEPH CUZZUPOLI 10 COLONY RD WESTON MA 02493	Part 2 line 3.8	_____
JOSEPH CUZZUPOLI 10 COLONY RD WESTON MA 02493	Part 2 line 3.9	_____
JOSEPH CUZZUPOLI C/O WACHUSETTS VENTURES LLC ATTN STEVEN L VERA 36 WASHINGTON ST SUITE 395 WELLESLEY HILLS MA 02481	Part 2 line 3.8	_____
JOSEPH CUZZUPOLI C/O WACHUSETTS VENTURES LLC ATTN STEVEN L VERA 36 WASHINGTON ST SUITE 395 WELLESLEY HILLS MA 02481	Part 2 line 3.9	_____
MARCUM LLP TONY SCILLIA 555 LONG WHARF DRIVE 12TH FLOOR NEW HAVEN CT 06511	Part 2 line 3.10	_____
NICKLESS PHILLIPS O'CONNOR DAVID NICKLESS 625 MAIN STREET FITCHBURG MA 01420	Part 2 line 3.7	_____
NICKLESS PHILLIPS O'CONNOR DAVID NICKLESS 625 MAIN STREET FITCHBURG MA 01420	Part 2 line 3.15	_____
NICKLESS PHILLIPS O'CONNOR DAVID NICKLESS 625 MAIN STREET FITCHBURG MA 01420	Part 2 line 3.16	_____

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

NICKLESS PHILLIPS O'CONNOR
DAVID NICKLESS
625 MAIN STREET
FITCHBURG MA 01420

Part 2 line 3.17

NICKLESS PHILLIPS O'CONNOR
DAVID NICKLESS
625 MAIN STREET
FITCHBURG MA 01420

Part 2 line 3.20

NICKLESS PHILLIPS O'CONNOR
DAVID NICKLESS
625 MAIN STREET
FITCHBURG MA 01420

Part 2 line 3.21

NICKLESS PHILLIPS O'CONNOR
DAVID NICKLESS
625 MAIN STREET
FITCHBURG MA 01420

Part 2 line 3.22

NUTTER MCCLENNEN & FISH LLP
JOHN G LOUGHNANE
SEAPORT WEST
155 SEAPORT BOULEVARD
BOSTON MA 02210

Part 2 line 3.13

QUALITY REHABILITATION SERVICES
NICOLE KING
342 WINTER STREET
FRAMINGHAM MA 01702

Part 2 line 3.13

QUALITY REHABILITATION SERVICES LLC
30 MANMAR DRIVE
SUITE 9
PLAINVILLE MA 02762

Part 2 line 3.13

QUALITY REHABILITATION SERVICES LLC
42 LANDAU RD
PLAINVILLE MA 02762-5030

Part 2 line 3.13

QUALITY REHABILITATION SERVICES LLC
42 LANDAU RD
PLAINVILLE MA 02762-5030

Part 2 line 3.14

QUALITY REHABILITATION SERVICES LLC
342 WINTER STREET
FRAMINGHAM MA 01702

Part 2 line 3.14

RAYMOND A DENNEHY III
C/O WACHUSETTS VENTURES LLC
ATTN STEVEN L VERA
36 WASHINGTON ST
SUITE 395
WELLESLEY HILLS MA 02481

Part 2 line 3.15

RAYMOND A DENNEHY III
C/O WACHUSETTS VENTURES LLC
ATTN STEVEN L VERA
36 WASHINGTON ST
SUITE 395
WELLESLEY HILLS MA 02481

Part 2 line 3.16

RAYMOND A DENNEHY III
C/O WACHUSETTS VENTURES LLC
ATTN STEVEN L VERA
36 WASHINGTON ST
SUITE 395
WELLESLEY HILLS MA 02481

Part 2 line 3.17

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

STEVEN L VERA
C/O WACHUSETTS VENTURES LLC
ATTN STEVEN L VERA
36 WASHINGTON ST
SUITE 395
WELLESLEY HILLS MA 02481

Part 2 line 3.20

STEVEN L VERA
C/O WACHUSETTS VENTURES LLC
ATTN STEVEN L VERA
36 WASHINGTON ST
SUITE 395
WELLESLEY HILLS MA 02481

Part 2 line 3.21

STEVEN L VERA
C/O WACHUSETTS VENTURES LLC
ATTN STEVEN L VERA
36 WASHINGTON ST
SUITE 395
WELLESLEY HILLS MA 02481

Part 2 line 3.22

TWIN MED LLC
11333 GREENSTONE AVENUE
SANTA FE SPRINGS CA 90670

Part 2 line 3.25

TWIN MED LLC
11333 GREENSTONE AVENUE
SANTA FE SPRINGS CA 90670

Part 2 line 3.26

TWIN MED LLC
11333 GREENSTONE AVENUE
SANTA FE SPRINGS CA 90670

Part 2 line 3.27

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053****Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

			Total of claim amounts
5a. Total claims from Part 1	5a.		UNDETERMINED
5b. Total claims from Part 2	5b.	+	\$3,901,887.88
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c.		\$3,901,887.88

Fill in this information to identify the case:

Debtor name: WACHUSETT VENTURES, LLC

United States Bankruptcy Court for the: District of Massachusetts

Case number (if known): 18-11053

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. Title of contract PREMIUM FINANCE AGREEMENT

State what the contract or lease is for INSURANCE FINANCING

Nature of debtor's interest BORROWER

State the term remaining JANUARY 2019

List the contract number of any government contract _____

AFCO USI INSURANCE SVC LLC
5600 N RIVER RD STE 400
ROSEMONT IL 60018-5187

2.2. Title of contract INSURANCE

State what the contract or lease is for WORKERS' COMPENSATION LIABILITY POLICY # WMZ-800-8007102-2017

Nature of debtor's interest INSURED

State the term remaining 10/2018

List the contract number of any government contract _____

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

AIM MUTUAL INSURANCE
COMPANY
54 THIRD AVE
BURLINGTON MA 01803

2.3. Title of contract SERVICE AGREEMENT

State what the contract or lease is for PAYROLL / HR SOFTWARE & SUPPORT

Nature of debtor's interest CONTRACT PARTY

State the term remaining 4/1/2019

List the contract number of any government contract _____

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

ASCENTIS CORP
155 BOVET RD
STE 100
SAN MATEO CA 94402

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

- 2.4. **Title of contract** SERVICE AGREEMENT **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** MOBILE PHONES
- Nature of debtor's interest** CONTRACT PARTY AT&T
PO BOX 5087
CAROL STREAM IL 60197-5087
- State the term remaining** UNKNOWN
- List the contract number of any government contract** _____
- 2.5. **Title of contract** INSURANCE **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** MANAGEMENT LIABILITY POLICY # MML-07849-17
- Nature of debtor's interest** INSURED ATLANTIC SPECIALTY INSURANCE
ONE BEACON LANE
CANTON MA 02021
- State the term remaining** 3/2019
- List the contract number of any government contract** _____
- 2.6. **Title of contract** LEASE AGREEMENT **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** LEASE OF 2016 BMW X5
- Nature of debtor's interest** LESSEE BMW FINANCIAL SERVICES
PO BOX 9001065
LOUISVILLE KY 40290-1065
- State the term remaining** EXPIRES APRIL 2019
- List the contract number of any government contract** _____
- 2.7. **Title of contract** OPERATING AGREEMENT **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** FACILITY OPERATING AGREEMENT
- Nature of debtor's interest** CONTRACT PARTY CCP FINANCE II LLC
191 NORTH WACKER DRIVE
SUITE 1200
CHICAGO IL 60606
- State the term remaining** _____
- List the contract number of any government contract** _____
- 2.8. **Title of contract** OPERATING AGREEMENT **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** FACILITY OPERATING AGREEMENT
- Nature of debtor's interest** CONTRACT PARTY CCP FINANCE II LLC
191 NORTH WACKER DRIVE
SUITE 1200
CHICAGO IL 60606
- State the term remaining** _____
- List the contract number of any government contract** _____

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

- 2.9. **Title of contract** SERVICE AGREEMENT **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** PAYROLL TAX PROCESSING
- Nature of debtor's interest** CONTRACT PARTY CERIDIAN
3311 EAST OLD SHAKOPEE RD
MINNEAPOLIS MN 55425-1640
- State the term remaining** 4/1/19
- List the contract number of any government contract** _____
- 2.10. **Title of contract** SERVICE AGREEMENT **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** ACCOUNTING SERVICES
- Nature of debtor's interest** CONTRACT PARTY CLIFTONLARSONALLEN
300 CROWN COLNY DR
STE 310
QUINCY MA 02169
- State the term remaining** N/A
- List the contract number of any government contract** _____
- 2.11. **Title of contract** INSURANCE **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** CRIME LIABILITY POLICY # 596781696
- Nature of debtor's interest** INSURED CONTINENTAL CASUALTY
COMPANY
333 S WABASH AVE
CHICAGO IL 60604
- State the term remaining** 3/2019
- List the contract number of any government contract** _____
- 2.12. **Title of contract** INSURANCE **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** PROPERTY (CONNECTICUT) POLICY # 6023169971
- Nature of debtor's interest** INSURED CONTINENTAL CASUALTY
COMPANY
333 S WABASH AVE
CHICAGO IL 60604
- State the term remaining** 3/2019
- List the contract number of any government contract** _____
- 2.13. **Title of contract** INSURANCE **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** PROPERTY (MASSACHUSETTS) POLICY # 6046124942
- Nature of debtor's interest** INSURED CONTINENTAL CASUALTY
COMPANY
333 S WABASH AVE
CHICAGO IL 60604
- State the term remaining** 3/2019
- List the contract number of any government contract** _____

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

- | | | | |
|-------|---|--|---|
| 2.14. | Title of contract
State what the contract or lease is for
Nature of debtor's interest
State the term remaining
List the contract number of any government contract | REAL PROPERTY LEASE AGREEMENT

LEASE OF 36 WASHINGTON STREET, SUITE 395
WELLESLEY, MA

LESSEE

EXPIRES NOVEMBER 2019

<hr/> | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

HAYMAC LLC
C/O HAYNES MANAGEMENT INC.
34 WASHINGTON STREET
WELLESLEY MA 02381 |
| 2.15. | Title of contract
State what the contract or lease is for
Nature of debtor's interest
State the term remaining
List the contract number of any government contract | INSURANCE

GENERAL LIABILITY POLICY # HRGCT010074OC01

INSURED

3/2019

<hr/> | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

HEALTHCAP RISK MANAGEMENT & INSURANCE
130 S 1ST ST
STE 400
ANN ARBOR MI 48104 |
| 2.16. | Title of contract
State what the contract or lease is for
Nature of debtor's interest
State the term remaining
List the contract number of any government contract | INSURANCE

UMBRELLA LIABILITY POLICY # 3474500

INSURED

3/2019

<hr/> | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

IRONSHORE INSURANCE LTD
175 POWDER FOREST DR
1ST FL
WEATOGUE CT 06089 |
| 2.17. | Title of contract
State what the contract or lease is for
Nature of debtor's interest
State the term remaining
List the contract number of any government contract | INSURANCE

CYBERATTACK POLICY # 503383

INSURED

3/2019

<hr/> | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

LLOYD'S OF LONDON
ONE LIME STREET
LONDON EC3M 7HA
UNITED KINGDOM |
| 2.18. | Title of contract
State what the contract or lease is for
Nature of debtor's interest
State the term remaining
List the contract number of any government contract | SERVICE AGREEMENT

ACCOUNTING SERVICES / BACK OFFICE ACCOUNTING

CONTRACT PARTY

N/A

<hr/> | State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

MARCUM LLP
555 LONG WHARF DR
12TH FLOOR
NEW HAVEN CT 06511 |

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**

- 2.19. **Title of contract** EQUIPMENT LEASE **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** BADGING SYSTEM
- Nature of debtor's interest** CONTRACT PARTY
- State the term remaining** 11/10/2021
- List the contract number of any government contract** _____
- MARLIN BUSINESS BANK
2795 E. COTTONWOOD PKY
STE 120
LAKE CITY UT 84121
- 2.20. **Title of contract** EQUIPMENT LEASE **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** BADGING SYSTEM
- Nature of debtor's interest** CONTRACT PARTY
- State the term remaining** 11/10/2021
- List the contract number of any government contract** _____
- MARLIN BUSINESS BANK
2795 E. COTTONWOOD PKY
STE 120
LAKE CITY UT 84121
- 2.21. **Title of contract** EQUIPMENT LEASE **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** BADGING SYSTEM
- Nature of debtor's interest** CONTRACT PARTY
- State the term remaining** 11/10/2021
- List the contract number of any government contract** _____
- MARLIN BUSINESS BANK
2795 E. COTTONWOOD PKY
STE 120
LAKE CITY UT 84121
- 2.22. **Title of contract** GUARANTEE - LEASE AGREEMENT **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** REAL PROPERTY LEASE
- Nature of debtor's interest** GUARANTOR
- State the term remaining** 3/31/2027 WITH 2 - 5 YEAR RENEWAL OPTIONS
- List the contract number of any government contract** _____
- MERCURY SNF, LLC,
HHC MANAGER I LLC
ATTN: BRUCE PRASHKER
64 NORTH SUMMIT STREET
SUITE 203
TENAFLY NJ 07670
- 2.23. **Title of contract** EMPLOYMENT AGREEMENT **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** EMPLOYMENT AGREEMENT
- Nature of debtor's interest** CONTRACT PARTY
- State the term remaining** 60 - DAYS NOTICE BY EMPLOYEE OR ON NOTICE BY COMPANY
- List the contract number of any government contract** _____
- STEVEN VERA
28 LAUREL DRIVE
WILLINGTON CT 06279

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

- 2.24. **Title of contract** INSURANCE **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** COMMERCIAL AUTOMOBILE LIABILITY POLICY # 6023169954
- Nature of debtor's interest** INSURED VALLEY FORGE INSURANCE COMPANY
- State the term remaining** 3/2019 333 S WABASH AVE
- List the contract number of any government contract** CHICAGO IL 60606
- 2.25. **Title of contract** SERVICE AGREEMENT **State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**
- State what the contract or lease is for** IT SERVICES
- Nature of debtor's interest** CONTRACT PARTY VIRTUAL CARE PROVIDER, INC.
- State the term remaining** 8/24/2019, 3 YEAR AUTORENEWAL VCPI
- List the contract number of any government contract** 1555 NORTH RIVER CENTER, SUITE 202
- MILWAUKEE WI 53212

Fill in this information to identify the case:

Debtor name: WACHUSETT VENTURES, LLC

United States Bankruptcy Court for the: District of Massachusetts

Case number (if known): 18-11053

☐ Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

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Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.1. CCP CAMELOT 0563 LLC	191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2. CCP DEN-MAR 0542 LLC	191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3. CCP NUTMEG PAVILION 0567 LLC	191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4. CCP PARKWAY PAVILION 0568 LLC	191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.5. CCP QUINCY 0537 LLC	191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.6. CCP WALDEN 0588 LLC	191 NORTH WACKER DRIVE SUITE 1200 CHICAGO IL 60606	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Debtor **WACHUSETT VENTURES, LLC**

Case number (if known) **18-11053**

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.7. JOEL KIRCHICK C/O WACHUSETTS VENTURES LLC ATTN STEVEN L VERA	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CONGRESSIONAL BANK	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.8. JOEL KIRCHICK	362 SOUTH ROAD WAKEFIELD RI 02879	CONGRESSIONAL BANK	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.9. JOSEPH CUZZUPOLI C/O WACHUSETTS VENTURES LLC ATTN STEVEN L VERA	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.10. JOSEPH CUZZUPOLI	10 COLONY RD WESTON MA 02493	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.11. RAYMOND A DENNEHY III C/O WACHUSETTS VENTURES LLC ATTN STEVEN L VERA	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.12. RAYMOND A DENNEHY III C/O WACHUSETTS VENTURES LLC ATTN STEVEN L VERA	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CONGRESSIONAL BANK	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.13. RAYMOND A DENNEHY III	153 COAL KILN RD PRINCETON MA 01541	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.14. RAYMOND A DENNEHY III	153 COAL KILN RD PRINCETON MA 01541	CONGRESSIONAL BANK	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.15. STEVEN L. VERA	28 LAUREL DRIVE WILLINGTON CT 06279	BMW FINANCIAL SERVICES	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.16. STEVEN L. VERA	28 LAUREL DRIVE WILLINGTON CT 06279	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.17. STEVEN L. VERA	28 LAUREL DRIVE WILLINGTON CT 06279	CONGRESSIONAL BANK	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.18. STEVEN L. VERA C/O WACHUSETTS VENTURES LLC ATTN STEVEN L VERA	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.19. STEVEN L. VERA C/O WACHUSETTS VENTURES LLC ATTN STEVEN L VERA	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CONGRESSIONAL BANK	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.20. WV – BROCKTON SNF, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CONGRESSIONAL BANK	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.21. WV – BROCKTON SNF, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	HOUSING & HEALTHCARE FINANCING LLC	<input type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.22. WV – BROCKTON SNF, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	QUALITY REHABILITATION SERVICES, LLC	<input checked="" type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
2.23. WV – CONCORD SNF OPCO, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.24. WV – CONCORD SNF OPCO, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	QUALITY REHABILITATION SERVICES, LLC	<input checked="" type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
2.25. WV – CROSSINGS EAST, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.26. WV – CROSSINGS EAST, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	QUALITY REHABILITATION SERVICES, LLC	<input checked="" type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G

Debtor **WACHUSETT VENTURES, LLC**Case number (if known) **18-11053**

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.27. WV – CROSSINGS WEST, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.28. WV – CROSSINGS WEST, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	QUALITY REHABILITATION SERVICES, LLC	<input checked="" type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
2.29. WV – PARKWAY PAVILION, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.30. WV – PARKWAY PAVILION, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	ENCORE REHABILITATION SERVICES	<input type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.31. WV – PARKWAY PAVILION, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	QUALITY REHABILITATION SERVICES, LLC	<input checked="" type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
2.32. WV – QUINCY SNF OPCO, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.33. WV – QUINCY SNF OPCO, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	QUALITY REHABILITATION SERVICES, LLC	<input checked="" type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
2.34. WV – ROCKPORT SNF OPCO, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	CCP FINANCE II LLC	<input checked="" type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.35. WV – ROCKPORT SNF OPCO, LLC	36 WASHINGTON STREET SUITE 395 WELLESLEY HILLS MA 02481	QUALITY REHABILITATION SERVICES, LLC	<input checked="" type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G

Fill in this information to identify the case:

Debtor name: WACHUSETT VENTURES, LLC

United States Bankruptcy Court for the: District of Massachusetts

Case number (if known): 18-11053

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

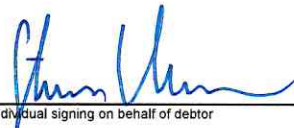
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 4/17/2018
MM/DD/YYYY

x


Signature of individual signing on behalf of debtor

Steven Vera
Printed name

Chief Operating Officer
Position or relationship to debtor